

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re:	: Chapter 11
	: :
HOTI ENTERPRISES, L.P. and	: Lead Case No. 10-24129 (RDD)
HOTI REALTY MANAGEMENT CO., INC.,	: :
	: :
Debtors.	: :
-----X	
	: :
HOTI ENTERPRISES, L.P. and	: U.S.D.C. Case No. 12-cv-08030-VB
HOTI REALTY MANAGEMENT CO., INC.,	: (Second Circuit Appeal No. 13-2074)
	: :
Appellants,	: :
	: :
- against -	: :
	: :
GEPMC 2007 C-1 BURNETT STREET, LLC,	: :
	: :
Appellee.	: :
-----X	

**GEPMC 2007 C-1 BURNETT STREET, LLC'S DESIGNATION  
OF ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD ON  
APPEAL AND COUNTER-STATEMENT OF THE ISSUES ON APPEAL**

GEPMC 2007 C-1 Burnett Street, LLC (the “GEPMC”) hereby designates, pursuant to Rule 6(b)(2)(B)(ii) of the Federal Rules of Appellate Procedure and Rule 8006 of the Federal Rules of Bankruptcy Procedure, the following additional items (including any and all exhibits attached thereto and filed therewith) to be included in the record in connection with the appeal to the United States Court of Appeals for the Second Circuit of Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc. (collectively, the “Appellants”) from the Memorandum Decision, entered by the United States District Court for the Southern District of New York (the “District Court”) on April 26, 2013 [Dkt. No. 12], and the Judgment, entered by the District Court on

April 30, 2013 [Dkt. No. 13], and submits the following counter-statement of the issues to be presented on appeal:

**I. DESIGNATION OF ADDITIONAL ITEMS  
TO BE INCLUDED IN THE RECORD ON APPEAL**

**Filings in U.S. District Court Case No. 7:12-cv-08030-VB**

No Additional Documents.

**Filings in U.S. Bankruptcy Court Case No. 10-24129 (RDD)**

<b>Date Filed / Entered</b>	<b>Bankruptcy Court Docket No.</b>	<b>Description</b>
10/22/2010	10	Motion of GECCMC 2007 C-1 Burnett Street, LLC for an Order Excusing Compliance with Section 543 of the Bankruptcy Code or, Alternatively, Converting this Case to a Case Under Chapter 7.
11/04/2010	19	Amended Exhibit H to Motion of GECCMC 2007 C-1 Burnett Street, LLC for an Order Excusing Compliance with Section 543 of the Bankruptcy Code or, Alternatively, Converting this Case to a Case Under Chapter 7.
11/05/2010	24	Motion of GECCMC 2007 C-1 Burnett Street, LLC for an Order Granting (I) Relief from the Automatic Stay or, Alternatively, (II) Dismissal of the Chapter 11 Cases.
11/17/2010	35	Motion of the Debtors to Approve Use of Cash Collateral and to Provide Adequate Protection Therefor.
11/19/2010	38	Affidavit of Whitney Wheeler in Further Support of the Motions of GECCMC 2007 C-1 Burnett Street, LLC, for an Order (I) Excusing Compliance with Section 543 of the Bankruptcy Code or, Alternatively, Converting this Case to a Case under Chapter 7 and (II) Granting (A) Relief from the Automatic Stay or, Alternatively, (B) Dismissal of the Chapter 11 Cases.
11/19/2010	39	Affidavit of Receiver, Barbara S. Odwak, in Further Support of the Motions of GECCMC 2007 C-1 Burnett Street, LLC, for an Order (I) Excusing Compliance

		with Section 543 of the Bankruptcy Code or, Alternatively, Converting this Case to a Case under Chapter 7 and (II) Granting (A) Relief from the Automatic Stay or, Alternatively, (B) Dismissal of the Chapter 11 Cases.
12/14/2010	52	Transcript of Hearing Held on November 22, 2010.
12/22/2010	43	Stipulation and Order Consenting Use of Cash Collateral and Granting Adequate Protection to GECMC 2007 C-1 Burnett Street, LLC.
01/19/2011	61	Order Granting Motion for Relief from Stay for Creditor, GECMC 2007 C-1 Burnett Street, LLC.
02/18/2011	68	Transcript of Hearing Held on February 9, 2011.
03/24/2011	73	Motion of GECMC 2007 C-1 Burnett Street, LLC for an Order (A) Finding the Debtors and Victor Dedvukaj in Contempt of Court, (B) Compelling Compliance with the Cash Collateral Order, and (C) Imposing Sanctions.
03/27/2011	75	Transcript of Hearing Held on January 13, 2011.
03/27/2011	76	Transcript of Hearing Held on December 20, 2010.
04/14/2011	84	Order Granting Motion (A) Finding Hoti Enterprises, LP, Hoti Realty Management Co., Inc. and Victor Dedvukaj in Contempt of Court, (B) Compelling Compliance with the Cash Collateral Order, and (C) Imposing Sanctions.
05/19/2011	90	Transcript of Hearing Held on April 11, 2011.
11/08/2011	110	Order Denying in Part, Granting in Part, Motion to Remove Sanctions.
12/15/2011	112	GECMC 2007 C-1 Burnett Street, LLC's Motion for Entry of an Order (I) Approving the Disclosure Statement, (II) Approving Related Notice Procedures and (III) Scheduling an Expedited Hearing on Confirmation of the Plan.
12/15/2011	113	Disclosure Statement for Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.

12/15/2011	114	Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
02/23/2012	127	Transcript of Hearing Held on February 15, 2012.
03/07/2012	126	Motion of Debtors to Approve Relief from Stipulation and Order Governing Debtors' Use of Cash Collateral and Related Matters Pursuant to Bankruptcy Rule 9024.
03/15/2012	128	First Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
03/15/2012	129	First Modified Disclosure Statement for First Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
03/19/2012	132	Order Granting Motion to (I) Approve the First Modified Disclosure Statement, (II) Approving Related Notice Procedures and (III) Scheduling an Expedited Hearing on Confirmation of the Plan.
03/29/2012	152	Objection of GECMC 2007 C-1 Burnett Street, LLC to Debtors' Motion for Relief from Stipulation and Order Governing Debtors' Use of Cash Collateral.
04/03/2012	157	Debtors' Reply to Objection Concerning Motion for Relief From Stipulation and Order Governing Debtors' Use of Cash Collateral and Related Matters Pursuant to Bankruptcy Rule 9024.
04/12/2012	207	Transcript of Hearing Held on April 5, 2012.
04/16/2012	160	Debtors' Letter Brief Re: Motion for Relief from Cash Collateral Stipulation and Order Pursuant to Bankruptcy Rule 9024.
04/22/2012	162	Objection of Receiver to First Amended Plan.
04/23/2012	163	Objection of Carl Person to Confirmation of 1st Amended Disclosure Statement and Plan for Reorganization of the Debtors.
04/23/2012	165	Supplemental Objection of Carl Person to Confirmation of 1st Amended Disclosure Statement and Plan for Reorganization of the Debtors.

04/23/2012	167	Debtors' Objection to Confirmation of First Modified Chapter 11 Plan Proposed by GECMC 2007 C-1 Burnett Street LLC.
04/23/2012	169	Objection of IRS Department of Treasury to Confirmation of Amended Plan.
04/23/2012	170	Objection to Motion for Confirmation of 1st Amended Disclosure Statement and Plan for Reorganization of the Debtors.
04/23/2012	172	Supplemental Objection of Carl Person to GECMC's First Amended Disclosure Statement and Plan for Reorganization of the Debtors.
04/23/2012	177	Objection of the Debtors and Other Interested Persons to GECMC's 1st Amended Disclosure Statement and Plan for Reorganization of the Debtors.
04/26/2012	179	Memorandum of Law in Further Support of Objection to Debtors' Motion for Relief from Stipulation and Order Governing Debtors' Use of Cash Collateral.
04/30/2012	185	Second Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
04/30/2012	187	Declaration of Steven Altman in Support of Confirmation of the Second Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
04/30/2012	188	Affidavit of Barbara S. Odwak, as Receiver, in Connection with Confirmation of the First Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
04/30/2012	189	Memorandum of Law of GECMC 2007 C-1 Burnett Street, LLC in Support of Confirmation of the Second Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
05/02/2012	194	Creditor Carl Person's Objections to GECMC's 2nd Amended Plan for Reorganization of the Debtors.
05/02/2012	195	Objections by Debtors and Other Interested Persons to GECMC's 2nd Amended Plan for Reorganization of

		the Debtors.
05/11/2012	212	Transcript of Hearing Held on May 3, 2012.
05/16/2012	210	Order Denying Motion for Relief from Cash Collateral Order.
05/30/2012	219	Motion of GECMC 2007 C-1 Burnett Street, LLC for Entry of an Order Fixing and Establishing Cure Amounts in Connection with the Assumption and Assignment of Unexpired Leases.
06/12/2012	227	Third Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
06/12/2012	230	Notice of Filing of Exhibit 1 to the Third Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, L.P. and Hoti Realty Management Co., Inc.
06/19/2012	241	Order Granting Motion Fixing and Establishing Cure Amount in Connection with the Assumption and Assignment of Unexpired Leases.
06/19/2012	243	Order Re: Findings of Fact, Conclusions of Law and Order Confirming the Third Modified Chapter 11 Plan of Reorganization for Hoti Enterprises, LP and Hoti Realty Management Co., Inc.
06/21/2012	245	Notice of Anticipated Effective Date and Deadline to File and Serve Good Faith Estimate of Compensation and Reimbursement Claims and Receiver Claims.
06/29/2012	251	Motion of Debtors for Reconsideration of Order Confirming Plan of Reorganization, or in the Alternative, for a Stay Pending Appeal.
06/29/2012	252	Notice of Assumption and Assignment of Unexpired Leases.
07/02/2012	255	Notice of Occurrence of Effective Date of Chapter 11 Plan and Deadline for Filing Final Applications for Allowance of Compensation and Reimbursement Claims and Receiver Claims.
07/05/2012	266	Objection of GECMC 2007 C-1 Burnett Street, LLC to Debtors' Motion for Reconsideration of Order Confirming Plan of Reorganization, or in the

		Alternative, for a Stay Pending Appeal.
07/06/2012	267	Notice of Presentment of Stipulation and Order with Respect to the Transfer of Funds Held by the Receiver in Accordance with the Chapter 11 Plan and the Confirmation Order.
07/11/2012	272	Debtors' Response to Objection to Motion for Reconsideration.
07/11/2012	273	Declaration of Steven Altman in Support of Objection of GECMC 2007 C-1 Burnett Street, LLC to Debtors' Motion for Reconsideration of Order Confirming Plan of Reorganization, or in the Alternative, for a Stay Pending Appeal.
07/12/2012	275	Stipulation and Order with Respect to the Transfer of Funds Held by Receiver in Accordance with the Chapter 11 Plan and Confirmation Order.
07/16/2012	276	Order Denying Motion for Reconsideration of Order Confirming Plan of Reorganization, or in the Alternative, for a Stay Pending Appeal.
07/23/2012	281	Transcript of Hearing Held on June 14, 2012.
09/27/2012	334	Transcript of Hearing Held on July 12, 2012.
12/27/2012	374	Opinion and Order of U.S. District Court for the Southern District of New York, District Court Case No. 12-cv-5341 (CS).
06/01/2011	8-1 (Claims Register)	Proof of Claim filed by GECMC 2007 C-1 Burnett Street, LLC.
06/01/2011	9-1 (Claims Register)	Proof of Claim filed by GECMC 2007 C-1 Burnett Street, LLC.

## **II. COUNTER-STATEMENT OF THE ISSUES TO BE PRESENTED ON APPEAL**

Whether the District Court erred in affirming the following orders entered by the United States Bankruptcy Court for the Southern District of New York: (i) the Findings of Fact, Conclusions of Law, and Order Confirming the Third Modified Chapter 11 Plan of

Reorganization for Hoti Enterprises L.P. and Hoti Realty Management Co., Inc., entered on June 19, 2012, and (ii) the Order Denying Motion for Reconsideration of Order Confirming Plan of Reorganization, or in the Alternative, for a Stay Pending Appeal, entered on July 16, 2012.

**III. RESERVATION OF RIGHTS**

GECMC expressly reserves its right to amend and/or supplement this designation and counter-statement and to object, or otherwise supplement or move to strike or modify, some or all of the statement of issues and items designated by Appellants to be included in the record on appeal.

Dated: June 21, 2013  
New York, New York

**DLA PIPER LLP (US)**

/s/ George B. South III  
George B. South III  
Daniel G. Egan  
1251 Avenue of the Americas  
New York, New York 10020-1104  
Tel: (212) 335-4500  
Fax: (212) 335-4501

*Counsel for GECMC 2007 C-1 Burnett Street, LLC*